

EXHIBIT C
SWIDLER BERLIN LLP
FEE APPLICATION FOR THE TIME PERIOD
DECEMBER 1-31, 2005

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W.R. GRACE & CO., et al.)	Case No. 01-1139 (JKF)
)	
Debtors.)	Objection Deadline: February 22, 2006 at 4:00p.m.
)	Hearing: Schedule if Necessary (Negative Notice)

**COVER SHEET TO TWENTIETH MONTHLY INTERIM APPLICATION OF
SWIDLER BERLIN LLP, BANKRUPTCY COUNSEL
TO DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD
DECEMBER 1, 2005 THROUGH DECEMBER 31, 2005**

Name of Applicant:	Swidler Berlin LLP ("Swidler")
Authorized to Provide Professional Services to:	David T. Austern, Future Claimants' Representative (the "FCR")
Date of Retention:	Swidler Retention Order entered September 27, 2004
Period for which compensation is sought:	December 1, 2005 through December 31, 2005
Amount of Compensation (100%) sought as actual, reasonable, and necessary:	\$76,812.84
80% of fees to be paid:	\$56,789.40 ¹
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	\$ 5,826.09
Total Fees @ 80% and 100% Expenses:	\$62,615.49

¹ Pursuant to the Administrative Order entered March 17, 2003, absent timely objections, the Debtor is authorized and directed to pay 80% of fees and 100% expenses.

This is an: interim monthly final application.

The total time expended for fee application preparation during this time period is 6.70 hours and the corresponding fees are \$1,726.50 and \$56.41 in expenses for Swidler's fee applications and 26.90 hours and \$3,321.50 in fees and \$133.13 in expenses for the FCR and/or is other professional's fee applications. Any additional time spent for this matter will be requested in subsequent monthly interim applications.

This is Swidler's twentieth interim fee application for the period December 1-31, 2005. Swidler has previously filed the following fee applications in the case this year:

- Nineteenth interim fee application for the period November 1-30, 2005 in the amount of \$70,115.20 (80% of \$87,644.00) in fees and expenses of \$7,031.68
- Eighteenth interim fee application for the period October 1-31, 2005 in the amount of \$30,216.00 (80% of \$37,770.00) in fees and expenses of \$2,719.36
- Seventeenth interim fee application for the period September 1-30, 2005 in the amount of \$11,134.60 (80% of \$13,918.25) in fees and expenses of \$288.43
- Sixteenth interim fee application for the period August 1-31, 2005 in the amount of \$81,593.60 (80% of \$101,992.00) in fees and expenses of \$249.19
- Fifteenth interim fee application for the period July 1-31, 2005 in the amount of \$82,748.00 (80% of \$103,435.00) in fees and expenses of \$9,524.96
- Fourteenth interim fee application for the period June 1-30, 2005 in the amount of \$81,593.60 (80% of \$101,992.00) in fees and expenses of \$249.19
- Thirteenth interim fee application for the period May 1-31, 2005 in the amount of \$53,489.60 (80% of \$66,862.00) in fees and expenses of \$852.77
- Twelfth interim fee application for the period April 1-30, 2005 in the amount of \$21,802.60 (80% of \$27,253.25) in fees, expenses of \$1,560.48
- Eleventh interim fee application for the period March 1-31, 2005 in the amount of \$67,870.00 (80% of \$54,296.00) in fees, expenses of \$4,114.49
- Tenth interim fee application for the period February 1-28, 2005 in the amount of \$92,370.80 (80% of \$115,463.50) in fees, expenses of \$2,097.16
- Ninth interim fee application for the period January 1-31, 2005 in the amount of \$50,702.60 (80% of \$63,378.25) in fees, expenses of \$7,490.31

To date, Swidler has received payments from the Debtors during this year in the following amounts:

- \$157,379.89 representing 80% of fees and expenses for November and December 2004
- \$58,642.05 representing 20% holdback on fees for the time period October through December 2004
- \$58,192.91 representing 80% of fees and 100% expenses for January 2005
- \$94,467.96 representing 80% of fees and 100% expenses for February 2005
- \$58,410.49 representing 80% of fees and 100% expenses for March 2005

- \$23,363.08 representing 80% of fees and 100% expenses for April 2005
- \$54,342.37 representing 80% of fees and 100% expenses for May 2005
- \$81,842.79 representing 80% of fees and 100% expenses for June 2005
- \$39,221.45 representing 20% holdback on fees for the time period April-June 2005
- \$138,813.93 representing 80% of fees and 100% of expenses July-September 2005

COMPENSATION SUMMARY**DECEMBER 2005**

Name of Professional Person	Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, <u>Area of Expertise</u>	Hourly Billing Rate (including changes)	Total Billed Hours	Total Compensation
Monique D. Almy	Partner, 9 years in position; 18 years relevant experience; 1987, Bankruptcy	\$460	5.10	\$2,346.00
Roger Frankel	Partner, 22 years in position; 34 years relevant experience; 1971, Bankruptcy	\$645	26.70	\$16,092.75 ²
Richard H. Wyron	Partner, 16 years in position; 26 years relevant experience; 1979, Bankruptcy	\$545	20.10	\$10,954.50
Debra L. Felder	Associate, 3 years in position; 3 years relevant experience; 2002, Bankruptcy	\$255	87.60	\$21,636.75 ³
Robert L. Lamborn	First Year Associate; 5 months relevant experience; 2005, Corporate	\$215	37.40	\$7,449.75 ⁴
Katherine Thomas	Associate, 2 years in position; 2 years relevant experience; 2004, Bankruptcy	\$215	14.20	\$3,053.00
Rachael M. Barainca	Legal Assistant	\$100	75.00	\$7,225.00 ⁵
Richard Pavlak	Legal Assistant	\$150	.30	\$45.00
Debra O. Fullem	Senior Legal Assistant	\$195	11.2	\$2,184.00
Total			277.6	\$70,986.75
Blended Rate: \$255.72				

2 This amount reflects a reduction of \$1,128.75 for the 50% discount rate non-working travel.

3 This amount reflects a reduction of \$701.25 for the 50% discount rate non-working travel.

4 This amount reflects a reduction of \$591.25 for the 50% discount rate non-working travel.

5 This amount reflects a reduction of \$275.00 for the 50% discount rate non-working travel.

COMPENSATION BY PROJECT CATEGORY**DECEMBER 2005**

Project Category	Total Hours	Total Fees
Case Administration	16.80	\$2,408.00
Compensation of Professionals-Swidler	6.70	\$1,726.50
Compensation of Professionals-Other	26.90	\$3,231.50
Litigation	183.40	\$55,429.00
Plan & Disclosure Statement	23.30	\$5,368.00
Retention of Professionals-Other	.50	\$127.50
Travel Time (Non-Working)	20.00	\$2,696.25
TOTAL	277.60	\$70,986.75

EXPENSE SUMMARY**DECEMBER 2005**

Expense Category	Total
Photocopying/Printing	\$305.65
Postage/Federal Express/Courier Fees	\$169.83
Phone	\$2.10
Computerized Legal Research	\$410.90
Meal Charges	\$955.87
Ground Transportation/Taxis/Tolls	\$212.85
Airfare	\$2,016.95
Lodging	\$1,751.94
TOTAL	\$5,826.09

Respectfully submitted,

SWIDLER BERLIN LLP

Dated: February 2, 2006

By:


 Roger Frankel, admitted *pro hac vice*
 Richard H. Wyron, admitted *pro hac vice*
 3000 K Street, NW, Suite 300
 Washington, DC 20007
 (202) 424-7500
 Counsel to David T. Austern,
 As Future Claimants' Representative

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
W.R. GRACE & CO., et al.)	Case No. 01-1139 (JKF)
Debtors.)	Objection Deadline: February 22, 2006 at 4:00 p.m.
)	Hearing: Schedule if Necessary (Negative Notice)

**NOTICE OF FILING OF
TWENTIETH MONTHLY INTERIM APPLICATION OF
SWIDLER BERLIN LLP, COUNSEL TO
DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE**

TO: (1) The Debtors; (2) Counsel to the Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Asbestos personal Injury Claimant; (5) Counsel to the Official Committee of Asbestos Property Damage Claimants; (6) Counsel to the Official Committee of Equity Holders; and (7) Counsel to the Debtors-in-Possession Lender; and (8) the Fee Auditor

Swidler Berlin LLP, counsel to David T. Austern, Future Claimants' Representative (the "FCR"), has filed and served its Twentieth Monthly Application of Swidler Berlin LLP for Compensation for Services Rendered and Reimbursement of Expenses as counsel to the FCR for the time period December 1, 2005 through December 31, 2005 seeking payment of fees in the amount of \$56,789.40 (80% of \$76,812.84) and expenses in the amount of \$5,826.09 for a total amount of \$62,615.49 (the "Application").

This Application is submitted pursuant to this Court's Administrative Order Under 11 U.S.C. Sections 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members entered on March 17, 2003 (the "Administrative Order").

Objections or responses to the Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, Marine Midland Plaza, 824 Market Street, Fifth Floor, Wilmington, DE 19801, on or before **February 22, 2006 at 4:00 p.m., Eastern Time.**

At the same time you must also serve a copy of the objections or responses, if any, upon the following: (i) co-counsel to David T. Austern, FCR, Roger Frankel, Esquire and Richard H. Wyron, Esquire, Swidler Berlin LLP, 3000 K Street, NW, Suite 300, Washington, DC 20007 and John C. Phillips, Esquire, Phillips, Goldman & Spence, P.A., 1200 North Broom Street, Wilmington, DE 19806; (ii) co-counsel for the Debtors, David M. Bernick, Esquire, Kirkland & Ellis LLP, 200 East Randolph Drive, Chicago, IL 60601 and Laura Davis Jones, Esquire, Pachulski, Stang, Ziehl, Young & Jones, P.C., 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, DE 19899-8705; (iii) co-counsel to the Official Committee of Unsecured Creditors, Lewis Kruger, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038-4982 and Michael R. Lastowski, Esquire, Duane Morris, LLP, 1100 N. Market Street, Suite 1200, Wilmington, DE 19801-1246; (iv) co-counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Blizin, Sumberg, Dunn, Baena, Price & Axelrod, First Union Financial Center, 200 South Biscayne Boulevard, Suite 2500, Miami, FL 33131 and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351, Wilmington, DE 19899; (v) co-counsel to the Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, 399 Park Avenue, 36th Floor, New York, NY 10022 and Mark Hurford, Esquire, Campbell &

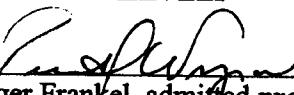
Levine, LLC, Chase Manhattan Centre, 15th Floor, 1201 Market Street, Suite 1500, Wilmington, DE 19801; (vi) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins, Sears Tower, Suite 5800, Chicago, IL 60606 and Steven M. Yoder, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. Box 25130, Wilmington, DE 19899; (vii) counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 919 Third Avenue, New York, NY 10022; (viii) the Office of the United States Trustee, ATTN: Frank J. Perch, Esquire, 844 N. King Street, Wilmington, DE 19801; and (ix) the Fee Auditor, Warren H. Smith, Warren H. Smith and Associates, Republic Center, 325 N. St. Paul, Suite 4080, Dallas, TX 75201.

Any questions regarding this Notice or attachments may be directed to undersigned counsel.

SWIDLER BERLIN LLP

Dated: February 2, 2006

By:


Roger Frankel, admitted *pro hac vice*
Richard H. Wyron, admitted *pro hac vice*
3000 K Street, NW, Suite 300
Washington, DC 20007
(202) 424-7500
Co-Counsel to David T. Austern, Future Claimants Representative

--and--

PHILLIPS, GOLDMAN & SPENCE, P.A.
John C. Phillips, Jr. (#110)
1200 North Broom Street
Wilmington, DE 19806
(302) 655-4200
(302) 655-4210 (fax)
Co-Counsel to David T. Austern, Future Claimants Representative

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
W.R. GRACE & CO., et al.) Case No. 01-1139 (JKF)
Debtors.)
)

VERIFICATION

DISTRICT OF COLUMBIA, TO WIT:

Richard H. Wyron, after being duly sworn according to law, deposes and says:

1. I am a partner of the applicant law firm Swidler Berlin LLP ("Swidler") and have been admitted *pro hac vice* to appear in these cases.
2. I have personally performed many of the legal services rendered by Swidler as counsel to David T. Austern as Future Claimants' Representative ("FCR") and am familiar with the other work performed on behalf of the FCR by the lawyers, legal assistants, and other professionals of Swidler as set forth in the invoices attached as Exhibit A hereto.
3. I have reviewed the Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. I have reviewed the requirements of Local Rule 2016-2 and the Administrative Order as Amended dated April 17, 2002, and I believe the Application to be in compliance therewith.


Richard H. Wyron

SWORN AND SUBSCRIBED TO BEFORE ME

THIS 2nd DAY OF FEBRUARY, 2006

Cheryl L. Best
Notary Public

My commission expires: 11-14-10

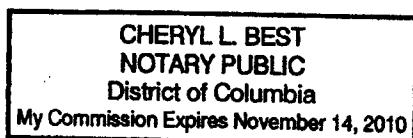


EXHIBIT A
SWIDLER BERLIN LLP
INVOICES TO THE
DECEMBER 2005 FEE APPLICATION

SWIDLER BERLIN LLP

FEDERAL IDENTIFICATION
NO. 13-2679676

WASHINGTON, DC OFFICE
THE WASHINGTON HARBOUR
3000 K STREET, NW, SUITE 300
WASHINGTON, D.C. 20007-5116
TELEPHONE (202) 424-7500
FACSIMILE (202) 424-7647

NEW YORK OFFICE
THE CHRYSLER BUILDING
405 LEXINGTON AVENUE
NEW YORK, NY 10174
TELEPHONE (212) 973-0111
FACSIMILE (212) 891-9598

David Austern, FCR (for W.R. Grace & Co.)
c/o CRMC
3110 Fairview Park Drive
Suite 200
Falls Church, VA 22042-0683

CLIENT/CASE: 25369.0001

INVOICE DATE: 01/27/06
INVOICE NUMBER: 297995

RE: Case Administration

FOR PROFESSIONAL SERVICES RENDERED THROUGH DECEMBER, 2005

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
12/01/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
12/01/05	Rachael M. Barainca	Update pleadings binders.	2.00
12/02/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
12/02/05	Rachael M. Barainca	Update pleadings binders.	1.60
12/02/05	Debra L. Felder	Review docket and update calendar of hearings and deadlines.	0.60
12/05/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.30
12/05/05	Rachael M. Barainca	Update pleadings binders.	1.60
12/06/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
12/07/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
12/07/05	Debra L. Felder	Review docket and update calendar of hearings and deadlines.	0.80

David Austern, FCR (for W.R. Grace & Co.)
01/27/06
Page 2

CLIENT: 25369
MATTER: .0001
INVOICE: 297995

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
12/08/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
12/09/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
12/09/05	Rachael M. Barainca	Update pleadings binders.	0.60
12/09/05	Debra L. Felder	Review docket and update calendar of hearings and deadlines.	0.50
12/12/05	Debra L. Felder	Review docket and update calendar of hearings and deadlines.	0.10
12/12/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
12/13/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
12/14/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.30
12/15/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
12/15/05	Debra L. Felder	Review docket and update calendar of hearings and deadlines.	0.80
12/15/05	Richard Pavlak	Monitor court docket per J. Weisman re change of venue.	0.30
12/16/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
12/16/05	Rachael M. Barainca	Update pleadings binders.	0.20
12/17/05	Debra L. Felder	Review docket and update calendar of hearings and deadlines.	0.20
12/23/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.30
12/23/05	Rachael M. Barainca	Update pleadings binders.	1.00
12/27/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
12/27/05	Debra L. Felder	Review docket and update calendar of hearings and deadlines and review recently filed pleadings.	1.30

David Austern, FCR (for W.R. Grace & Co.)
01/27/06
Page 3

CLIENT: 25369
MATTER: .0001
INVOICE: 297995

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
12/28/05	Debra L. Felder	Review docket and update calendar of hearings and deadlines.	0.10
12/28/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
12/29/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
12/29/05	Rachael M. Barainca	Update pleadings binders.	1.40
12/29/05	Debra L. Felder	Review docket and update calendar of hearings and deadlines.	0.10
12/30/05	Debra L. Felder	Review docket and update calendar of hearings and deadlines.	0.10

SERVICES PERFORMED BY:	RATE	HOURS	AMOUNT
Debra L. Felder	\$255.00	4.60	\$1,173.00
Rachael M. Barainca	\$100.00	11.90	\$1,190.00
Richard Pavlak	\$150.00	0.30	\$45.00
TOTAL HOURS & FEES		16.80	\$2,408.00

OTHER CHARGES	AMOUNT
Photocopy & Printing	171.45
Telephone	1.96
Postage	6.73
Westlaw Legal Research	247.06
Meal Charges	115.50
TOTAL OTHER CHARGES	
	\$542.70

CURRENT INVOICE DUE.....\$2,950.70

PREVIOUS BALANCE (Breakdown attached if applicable).....\$6,779.00

SWIDLER BERLIN LLP

FEDERAL IDENTIFICATION
NO. 13-2679676

WASHINGTON, DC OFFICE
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3000 K STREET, NW, SUITE 300
WASHINGTON, D.C. 20007-5116
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TELEPHONE (212) 973-0111
FACSIMILE (212) 891-9598

David Austern, FCR (for W.R. Grace & Co.)
c/o CRMC
3110 Fairview Park Drive
Suite 200
Falls Church, VA 22042-0683

OUR REFERENCE: 25369.0001

INVOICE DATE: 01/27/06
INVOICE NUMBER: 297995

INVOICE SUMMARY

TOTAL FEES.....	\$2,408.00
TOTAL OTHER CHARGES.....	\$542.70
TOTAL AMOUNT DUE	\$2,950.70

REMITTANCE INFORMATION:**U.S. Mail:**

Swidler Berlin LLP
Attn: Accounting Department
P.O. Box 3766
Washington, DC 20027-3766

U.S. Electronic Funds Transfer:

Name of Bank: Wachovia Bank, N.A. Washington, DC
Account Title: Swidler Berlin LLP
Account No.: 2000024531692
ABA Routing No.: 054001220

International Electronic Funds Transfer:

Name of Bank: Wachovia Bank, N.A. Washington, DC
Account Title: Swidler Berlin LLP
Account No.: 2000024531692
Swift Code: PNPBUSH33
CHIPS: 0509
ABA Routing No.: 026005092

Please Note Our Reference and Invoice Numbers When Making Payment

SWIDLER BERLIN LLP

FEDERAL IDENTIFICATION
NO. 13-2679676

WASHINGTON, DC OFFICE
THE WASHINGTON HARBOUR
3000 K STREET, NW, SUITE 300
WASHINGTON, D.C. 20007-5116
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David Austern, FCR (for W.R. Grace & Co.)
c/o CRMC
3110 Fairview Park Drive
Suite 200
Falls Church, VA 22042-0683

OUR REFERENCE: 25369.0001

INVOICE DATE: 01/27/06
INVOICE NUMBER: 297995

PREVIOUS BALANCE BREAKDOWN

Inv. Date	Inv. No.	Invoice Amount	Credits	Balance
08/19/05	290908	\$4,165.21	(\$3,628.21)	\$537.00
09/30/05	293043	\$3,729.54	(\$3,328.84)	\$400.70
10/21/05	293538	\$2,127.75	(\$1,704.15)	\$423.60
11/28/05	295213	\$3,496.34	\$0.00	\$3,496.34
12/20/05	296369	\$1,921.36	\$0.00	\$1,921.36
Total		\$15,440.20	(\$8,661.20)	\$6,779.00

REMITTANCE INFORMATION:**U.S. Mail:**

Swidler Berlin LLP
Attn: Accounting Department
P.O. Box 3766
Washington, DC 20027-3766

U.S. Electronic Funds Transfer:

Name of Bank: Wachovia Bank, N.A. Washington, DC
Account Title: Swidler Berlin LLP
Account No.: 2000024531692
ABA Routing No.: 054001220

International Electronic Funds Transfer:

Name of Bank: Wachovia Bank, N.A. Washington, DC
Account Title: Swidler Berlin LLP
Account No.: 2000024531692
Swift Code: PNBPUS33
CHIPS: 0509
ABA Routing No.: 026005092

Please Note Our Reference and Invoice Numbers When Making Payment

SWIDLER BERLIN LLP

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NO. 13-2679676

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David Austern, FCR (for W.R. Grace & Co.)
c/o CRMC
3110 Fairview Park Drive
Suite 200
Falls Church, VA 22042-0683

CLIENT/CASE: 25369.0007

INVOICE DATE: 01/27/06
INVOICE NUMBER: 297996

RE: Litigation

FOR PROFESSIONAL SERVICES RENDERED THROUGH DECEMBER, 2005

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
12/01/05	Roger L. Frankel	Telephone conferences with R. Wyron re objection to exclusivity.	0.30
12/01/05	Richard H. Wyron	Revise draft of exclusivity pleadings (.7); review and revise declaration for D. Austern (.6); various calls to J. Radecki, D. Felder and R. Frankel regarding exclusivity issues (.8); meet with D. Austern and review strategy, and follow-up notes (.9).	3.00
12/02/05	Richard H. Wyron	Work on outline for exclusivity hearing (.6); review and revise drafts of pleadings (.8); confer with Swidler team on final drafts (.6); continue discovery preparation regarding database and confidentiality issues (1.3); prepare for discussion with Tillinghast (.4).	3.70
12/02/05	Roger L. Frankel	Review and edit objection to extension of exclusivity.	1.80
12/02/05	Roger L. Frankel	Confer with D. Felder, R. Wyron re objection to exclusivity, supporting affidavits, power point.	0.60
12/02/05	Monique D. Almy	Review Debtor-in-Possession Monthly Operating Report for October.	0.30

David Austern, FCR (for W.R. Grace & Co.)
 01/27/06
 Page 2

CLIENT: 25369
 MATTER: .0007
 INVOICE: 297996

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
12/02/05	Monique D. Almy	Review Debtors' Ninth Motion for an Order Extending Debtors' Exclusive Periods.	0.30
12/02/05	Monique D. Almy	Review Motion to Extend Time in which to file A Chapter 11 Plan and to Solicit Votes thereon filed by Simmons Cooper, LLC, et al.	0.30
12/03/05	Roger L. Frankel	Review objection of PD committee.	0.50
12/05/05	Roger L. Frankel	Review cover letter with database from K&E; confer with R. Wyron re same.	0.40
12/05/05	Roger L. Frankel	Review issues re timeline, issues re objection to exclusivity.	0.60
12/05/05	Richard H. Wyron	Continue work on timeline and outline for 12/14 hearing (.7); continue work on confidentiality agreement, including calls to and from J. Biggs (.8).	1.50
12/06/05	Richard H. Wyron	Review e-mails and follow-up on database and confidentiality agreements.	0.70
12/06/05	Roger L. Frankel	Review with R. Wyron issues re database from Grace.	0.40
12/07/05	Roger L. Frankel	Review correspondence, related issues re discovery, questionnaire.	0.40
12/07/05	Debra L. Felder	Review pleadings in preparation for December 19 hearing (.8); telephone conference with Debtors' counsel and others regarding meet and confer (1.5); e-mail summary to R. Wyron regarding same (.4); review notice of deposition of Dr. Harron (.1).	2.80
12/08/05	Debra L. Felder	Prepare designation of expert and non-expert witnesses and review notes from meeting with Caplan & Drysdale regarding same (1.2); review proposed stipulation regarding expert discovery (.2).	1.40
12/08/05	Roger L. Frankel	Confer with R. Wyron re discovery issues, visit to depository; e-mails re same.	0.40
12/08/05	Roger L. Frankel	Telephone conference with D. Austern re exclusivity issues.	0.30
12/08/05	Richard H. Wyron	Review experts/confidentiality stipulation and provide comments.	0.70

David Austern, FCR (for W.R. Grace & Co.)
 01/27/06
 Page 3

CLIENT: 25369
 MATTER: .0007
 INVOICE: 297996

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
12/09/05	Richard H. Wyron	Review e-mails on scheduled document review and issues.	0.40
12/09/05	Debra L. Felder	Review motion to extend time to return questionnaire (.5); conference with R. Wyron regarding upcoming deadlines and hearings (.5); review Debtors' reply to motion to extend exclusive periods (.1); telephone conference with M. Murphy regarding document review in Boston, Massachusetts (.2).	1.30
12/09/05	Katherine Thomas	Research Fed. R. Evidence 701 and 702.	0.30
12/11/05	Richard H. Wyron	Review discovery issues and correspondence.	0.90
12/12/05	Rachael M. Barainca	Meet with D. Felder and K. Thomas re plans to Boston for document review.	0.30
12/12/05	Katherine Thomas	Research and review cases re Fed. R. Evidence 701 and 702.	6.40
12/12/05	Debra L. Felder	Conference with K. Thomas and R. Barainca regarding document review in Boston (.2); conference with R. Barainca regarding professional fees (.1); review spreadsheet regarding same and e-mail correspondence with R. Barainca (.6); telephone conference with J. Liesemer regarding document review in Boston (.1); review notice of deposition for R. Harron (.1); review timeline of no plan discussions and conference with R. Barainca regarding same (.4); e-mail correspondence with B. Harding regarding data dictionary (.1).	1.60
12/12/05	Richard H. Wyron	Review revised draft timeline for 12/19 argument and provide comments.	0.30
12/12/05	Roger L. Frankel	Review pleadings in preparation for argument on exclusivity.	1.90
12/13/05	Roger L. Frankel	Review ACC objection to exclusivity.	0.80
12/13/05	Richard H. Wyron	Review emails regarding witness discovery and deposition scheduling.	0.30
12/13/05	Debra L. Felder	Conference with K. Thomas regarding expert and fact witnesses.	0.10
12/13/05	Katherine Thomas	Research re Fed.R.Evid. 701	5.80

David Austern, FCR (for W.R. Grace & Co.)
 01/27/06
 Page 4

CLIENT: 25369
 MATTER: .0007
 INVOICE: 297996

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
12/14/05	Katherine Thomas	Draft summary of analysis on Fed.R.Evid. 701 (1.5); forward summary to R. Wyron and D. Felder (.2).	1.70
12/14/05	Debra L. Felder	Telephonic participation in meet and confer conference call with Debtors and Committees (1.5); review notes from same and prepare e-mail summary to R. Wyron regarding same (.3); review Debtors' plan and disclosure statement and e-mail to R. Frankel regarding same (1.2); conference with R. Barainca regarding timeline of no plan discussions (.1); telephone conference with J. Liesemer regarding document review in Boston (.1); prepare designation of expert and non-expert witnesses (1.2); telephone conference to N. Finch regarding discovery (.1).	4.50
12/15/05	Roger L. Frankel	Review notes in preparation for hearing.	0.90
12/16/05	Roger L. Frankel	Prepare for meeting with J. Biggs (.5); confer with J. Biggs, R. Wyron re estimation proceeding, report (2.4).	2.90
12/16/05	Richard H. Wyron	Prepare for meeting with Tillinghast (1.7); meet with Tillinghast and follow-up notes (2.9); follow-up on confidentiality issues (.7); confer with D. Felder on discovery status and follow-up (.6).	5.90
12/16/05	Debra L. Felder	Prepare for meeting with Tillinghast, review expert discovery stipulation and PI Committee's supplemental discovery requests (1.5); e-mail correspondence with M. Murphy and N. Finch regarding electronic index (.2); meeting with R. Frankel, R. Wyron and Tillinghast (3.5); conference call with N. Finch and J. Liesemer regarding document review in Boston (.4); prepare for document review in Boston, review electronic index and conference with R. Barainca and R. Lamborn regarding same (2.8).	8.40
12/16/05	Rachael M. Barainca	Conference call regarding Boston.	0.50
12/16/05	Rachael M. Barainca	Meet with D. Felder and R. Lamborn re Boston travel.	0.40
12/16/05	Robert L. Lamborn	Conference with D. Felder and R. Barainca re upcoming trip (.2); arrange travel plans, reserve computer for travel (.2).	0.40
12/17/05	Debra L. Felder	Review letter from B. Harding regarding discovery.	0.50

David Austern, FCR (for W.R. Grace & Co.,)
 01/27/06
 Page 5

CLIENT: 25369
 MATTER: .0007
 INVOICE: 297996

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
12/17/05	Richard H. Wyron	Review draft designation of experts and other witnesses (.3); review open issues and e-mail to D. Felder (.6).	0.90
12/18/05	Richard H. Wyron	Review final witness designation, and provide comments to D. Felder.	0.30
12/18/05	Roger L. Frankel	Prepare notes for oral argument on exclusivity; prepare for hearing.	2.80
12/18/05	Roger L. Frankel	Prepare for hearing during travel to Pittsburgh (1.8); telephone conferences with D. Bernick, D. Austern (.5); confer with Lockwood in taxi re hearing (.4).	2.70
12/18/05	Debra L. Felder	Review case management order (.3); revise designation of expert and non-expert witnesses and e-mail to R. Frankel and R. Wyron regarding same (.4).	0.70
12/19/05	Debra L. Felder	Document review in Boston regarding estimation hearing.	11.50
12/19/05	Robert L. Lamborn	Document review in Boston re estimation hearing.	11.50
12/19/05	Rachael M. Barainca	Document review in Boston regarding estimation hearing.	11.50
12/19/05	Roger L. Frankel	Attend hearing on exclusivity motion and objections in USBC in Pittsburgh (5.2); telephone conference with D. Austern re same (.3).	5.50
12/19/05	Monique D. Almy	Attend portion (telephonically) of hearing on exclusivity.	2.00
12/20/05	Rachael M. Barainca	Document review in Boston regarding estimation hearing.	9.00
12/20/05	Robert L. Lamborn	Document review in Boston re estimation hearing.	9.00
12/20/05	Debra L. Felder	Document review in Boston regarding estimation hearing.	9.00
12/21/05	Debra L. Felder	Document review in Boston regarding estimation hearing.	8.00
12/21/05	Robert L. Lamborn	Document review in Boston re estimation hearing.	8.00
12/21/05	Rachael M. Barainca	Document review in Boston regarding estimation hearing.	8.00
12/22/05	Rachael M. Barainca	Document review in Boston regarding estimation hearing.	3.00
12/22/05	Robert L. Lamborn	Document review in Boston re estimation hearing.	3.00
12/22/05	Debra L. Felder	Document review in Boston regarding estimation hearing.	3.00
12/22/05	Richard H. Wyron	Follow-up with Tillinghast on schedule changes.	0.30

David Austern, FCR (for W.R. Grace & Co.)
 01/27/06
 Page 6

CLIENT: 25369
 MATTER: .0007
 INVOICE: 297996

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
12/23/05	Monique D. Almy	Review Brief In Support of Debtors' Fifteenth Omnibus Objection (Substantive) to Asbestos Property Damage Claims.	2.20
12/23/05	Debra L. Felder	Review notes and electronic index from document production in Boston.	3.20
12/27/05	Debra L. Felder	Review correspondence from B. Harding.	0.50
12/29/05	Debra L. Felder	Telephone conference with A. Anderson regarding documents in Boston repository.	0.20
12/30/05	Debra L. Felder	Review documents from D. Smith regarding Boston document review.	0.50
12/30/05	Debra L. Felder	Conference with R. Wyron regarding upcoming issues and deadlines.	0.10
12/30/05	Debra L. Felder	E-mail correspondence to P. Cuniff regarding December 19 hearing transcript.	0.10

SERVICES PERFORMED BY:	RATE	HOURS	AMOUNT
Monique D. Almy	\$460.00	5.10	\$2,346.00
Roger L. Frankel	\$645.00	23.20	\$14,964.00
Richard H. Wyron	\$545.00	18.90	\$10,300.50
Debra L. Felder	\$255.00	57.40	\$14,637.00
Robert L. Lamborn	\$215.00	31.90	\$6,858.50
Katherine Thomas	\$215.00	14.20	\$3,053.00
Rachael M. Barainca	\$100.00	32.70	\$3,270.00
TOTAL HOURS & FEES		183.40	\$55,429.00

OTHER CHARGES	AMOUNT
Photocopy & Printing	1.65
Telephone	0.10
Westlaw Legal Research	163.84

David Austern, FCR (for W.R. Grace & Co.)
01/27/06
Page 7

CLIENT: 25369
MATTER: .0007
INVOICE: 297996

OTHER CHARGES	AMOUNT
Ground Transportation	49.00
Meal Charges	147.70
Travel	0.00
Travel/Airfare	2,016.95
Travel/Lodging	1,751.94
Travel/Meal Expenses	692.67
Travel/Taxis	130.00
Travel/Tolls	33.85
TOTAL OTHER CHARGES	\$4,987.70

CURRENT INVOICE DUE.....\$60,416.70

PREVIOUS BALANCE (Breakdown attached if applicable).....\$140,508.19

TOTAL AMOUNT DUE.....\$200,924.89

SWIDLER BERLIN LLP

FEDERAL IDENTIFICATION
NO. 13-2679676

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David Austern, FCR (for W.R. Grace & Co.)
c/o CRMC
3110 Fairview Park Drive
Suite 200
Falls Church, VA 22042-0683

OUR REFERENCE: 25369.0007

INVOICE DATE: 01/27/06
INVOICE NUMBER: 297996

INVOICE SUMMARY

TOTAL FEES.....	\$55,429.00
TOTAL OTHER CHARGES	\$4,987.70
TOTAL AMOUNT DUE	\$60,416.70

REMITTANCE INFORMATION:**U.S. Mail:**

Swidler Berlin LLP
Attn: Accounting Department
P.O. Box 3766
Washington, DC 20027-3766

U.S. Electronic Funds Transfer:

Name of Bank: Wachovia Bank, N.A. Washington, DC
Account Title: Swidler Berlin LLP
Account No.: 2000024531692
ABA Routing No.: 054001220

International Electronic Funds Transfer:

Name of Bank: Wachovia Bank, N.A. Washington, DC
Account Title: Swidler Berlin LLP
Account No.: 2000024531692
Swift Code: PNBPLUS33
CHIPS: 0509
ABA Routing No.: 026005092

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Falls Church, VA 22042-0683

OUR REFERENCE: 25369.0007

INVOICE DATE: 01/27/06
INVOICE NUMBER: 297996

PREVIOUS BALANCE BREAKDOWN

Inv. Date	Inv. No.	Invoice Amount	Credits	Balance
08/19/05	290910	\$104,826.98	(\$85,450.98)	\$19,376.00
09/30/05	293044	\$34,071.43	(\$27,560.13)	\$6,511.30
10/21/05	293539	\$8,732.65	(\$7,031.05)	\$1,701.60
11/28/05	295215	\$32,439.76	\$0.00	\$32,439.76
12/20/05	296370	\$80,479.53	\$0.00	\$80,479.53
Total		\$260,550.35	(\$120,042.16)	\$140,508.19

REMITTANCE INFORMATION:**U.S. Mail:**

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Swift Code: PNBPUS33
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3110 Fairview Park Drive
Suite 200
Falls Church, VA 22042-0683

CLIENT/CASE: 25369.0008

INVOICE DATE: 01/27/06
INVOICE NUMBER: 297997

RE: Plan & Disclosure Statement

FOR PROFESSIONAL SERVICES RENDERED THROUGH DECEMBER, 2005

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
12/01/05	Rachael M. Barainca	Research date of confirmed plan in U.S. Minerals case.	0.30
12/01/05	Rachael M. Barainca	Print exclusivity motion for D. Felder.	0.20
12/01/05	Rachael M. Barainca	Edit timeline of plan discussions.	0.10
12/01/05	Debra L. Felder	Review motion and pleadings regarding exclusivity (1.0); draft and revise D. Austern and J. Radecki declarations (6.0); telephone conferences with J. Radecki, J. Brownstein and R. Wyron regarding same (1.0); review objection to motion to extend exclusive periods (1.5); conference with D. Austern and R. Wyron regarding same (.8).	10.30
12/02/05	Debra L. Felder	Revise and finalize objection to motion to extend exclusive periods and J. Radecki and D. Austern declarations (5.4); conference with R. Frankel and R. Wyron regarding same (.9).	6.30
12/02/05	Rachael M. Barainca	Prepare filing for service.	1.30
12/05/05	Rachael M. Barainca	Edit timeline of plan discussions.	0.30
12/05/05	Rachael M. Barainca	Meet with D. Felder to discuss edits to the timeline of plan discussions.	0.50

David Austern, FCR (for W.R. Grace & Co.)
01/27/06
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CLIENT: 25369
MATTER: .0008
INVOICE: 297997

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
12/05/05	Debra L. Felder	Review objections filed by PI and PD Committees to motion for extension of exclusive periods (.1.4); review timeline of plan discussions and conference with R. Barainca regarding same (.4).	1.80
12/12/05	Rachael M. Barainca	Edit timeline of plan discussions.	0.30
12/13/05	Debra L. Felder	Review Debtors' plan and disclosure statement regarding interest for trade/bond creditors.	1.20
12/14/05	Rachael M. Barainca	Prepare copies of Timeline: Lack of Plan Discussions With the Debtors' for review.	0.50
12/16/05	Rachael M. Barainca	Prepare timeline of plan discussions for R. Frankel.	0.20

SERVICES PERFORMED BY:	RATE	HOURS	AMOUNT
Debra L. Felder	\$255.00	19.60	\$4,998.00
Rachael M. Barainca	\$100.00	3.70	\$370.00
TOTAL HOURS & FEES		23.30	\$5,368.00

OTHER CHARGES	AMOUNT
Photocopy & Printing	0.15
Postage	50.80
Printing	55.20
TOTAL OTHER CHARGES	\$106.15

CURRENT INVOICE DUE.....\$5,474.15

PREVIOUS BALANCE (Breakdown attached if applicable).....\$195.70

TOTAL AMOUNT DUE.....\$5,669.85

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3110 Fairview Park Drive
Suite 200
Falls Church, VA 22042-0683

OUR REFERENCE: 25369.0008

INVOICE DATE: 01/27/06
INVOICE NUMBER: 297997

INVOICE SUMMARY

TOTAL FEES.....	\$5,368.00
TOTAL OTHER CHARGES.....	\$106.15
TOTAL AMOUNT DUE	\$5,474.15

REMITTANCE INFORMATION:**U.S. Mail:**

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Name of Bank: Wachovia Bank, N.A. Washington, DC
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Account No.: 2000024531692
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Name of Bank: Wachovia Bank, N.A. Washington, DC
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OUR REFERENCE: 25369.0008

INVOICE DATE: 01/27/06
INVOICE NUMBER: 297997

PREVIOUS BALANCE BREAKDOWN

Inv. Date	Inv. No.	Invoice Amount	Credits	Balance
08/19/05	290911	\$270.00	(\$216.00)	\$54.00
10/21/05	293540	\$708.50	(\$566.80)	\$141.70
Total		\$978.50	(\$782.80)	\$195.70

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Falls Church, VA 22042-0683

CLIENT/CASE: 25369.0010

INVOICE DATE: 01/27/06
INVOICE NUMBER: 297998

RE: Retention of Professionals—Other

FOR PROFESSIONAL SERVICES RENDERED THROUGH DECEMBER, 2005

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
12/15/05	Debra L. Felder	Review engagement agreements with CIBC.	0.50

SERVICES PERFORMED BY:	RATE	HOURS	AMOUNT
Debra L. Felder	\$255.00	0.50	\$127.50
TOTAL HOURS & FEES		0.50	\$127.50

OTHER CHARGES	AMOUNT
TOTAL OTHER CHARGES	\$0.00

CURRENT INVOICE DUE.....\$127.50

PREVIOUS BALANCE (Breakdown attached if applicable).....\$1,974.50

TOTAL AMOUNT DUE.....\$2,102.00

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3110 Fairview Park Drive
Suite 200
Falls Church, VA 22042-0683

OUR REFERENCE: 25369.0010

INVOICE DATE: 01/27/06
INVOICE NUMBER: 297998

INVOICE SUMMARY

TOTAL FEES.....	\$127.50
TOTAL OTHER CHARGES.....	\$0.00
TOTAL AMOUNT DUE	\$127.50

REMITTANCE INFORMATION:**U.S. Mail:**

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ABA Routing No.: 054001220

International Electronic Funds Transfer:

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Account No.: 2000024531692
Swift Code: PNBPPUS33
CHIPS: 0509
ABA Routing No.: 026005092

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c/o CRMC
3110 Fairview Park Drive
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Falls Church, VA 22042-0683

OUR REFERENCE: 25369.0010

INVOICE DATE: 01/27/06
INVOICE NUMBER: 297998

PREVIOUS BALANCE BREAKDOWN

Inv. Date	Inv. No.	Invoice Amount	Credits	Balance
12/20/05	296372	\$1,974.50	\$0.00	\$1,974.50
Total		\$1,974.50	\$0.00	\$1,974.50

REMITTANCE INFORMATION:**U.S. Mail:**

Swidler Berlin LLP
Attn: Accounting Department
P.O. Box 3766
Washington, DC 20027-3766

U.S. Electronic Funds Transfer:

Name of Bank: Wachovia Bank, N.A. Washington, DC
Account Title: Swidler Berlin LLP
Account No.: 2000024531692
ABA Routing No.: 054001220

International Electronic Funds Transfer:

Name of Bank: Wachovia Bank, N.A. Washington, DC
Account Title: Swidler Berlin LLP
Account No.: 2000024531692
Swift Code: PNBPPUS33
CHIPS: 0509
ABA Routing No.: 026005092

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David Austern, FCR (for W.R. Grace & Co.)
c/o CRMC
3110 Fairview Park Drive
Suite 200
Falls Church, VA 22042-0683

CLIENT/CASE: 25369.0011

INVOICE DATE: 01/27/06
INVOICE NUMBER: 297999

RE: Compensation of Professionals--Swidler

FOR PROFESSIONAL SERVICES RENDERED THROUGH DECEMBER, 2005

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
12/01/05	Debra O. Fullem	Review October bills and revise (.5); begin preparing October fee application (.5).	1.00
12/01/05	Debra O. Fullem	Prepare update to fee summary chart and correspond with R. Wyron regarding same.	0.60
12/01/05	Richard H. Wyron	Review draft quarterly fee application.	0.40
12/02/05	Richard H. Wyron	Review status of outstanding fee requests and follow-up for payment.	0.20
12/02/05	Debra O. Fullem	Coordinate filing of CNOs for August and September CIBC fee apps.	0.30
12/02/05	Debra O. Fullem	Review fee application files and payment status; confer with R. Wyron; prepare e-mail to R. Malstrom regarding payments expected by year end.	0.40
12/11/05	Richard H. Wyron	Review November pre-bill.	0.60
12/12/05	Debra O. Fullem	Review and revise November prebills.	1.00
12/12/05	Debra O. Fullem	Review docket update regarding status of fee applications.	0.10
12/13/05	Debra O. Fullem	Review fee application files and status of payments.	0.20

David Austern, FCR (for W.R. Grace & Co.)
01/27/06
Page 2

CLIENT: 25369
MATTER: .0011
INVOICE: 297999

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
12/15/05	Debra O. Fullem	Check on status of November invoices.	0.10
12/22/05	Debra O. Fullem	Prepare Certificate of No Objection for October fee statement; coordinate filing and serving of same; prepare e-mail to J. Port at Grace and others on service list regarding same.	0.40
12/22/05	Debra O. Fullem	Review Order signed by Court on quarterly fee application; follow up e-mail to J. Port regarding payment on same.	0.50
12/22/05	Debra O. Fullem	Update fee summary and provide to R. Wyron.	0.50
12/28/05	Debra O. Fullem	Review and reply to e-mail from R. Malstrom regarding older invoices and status of payments.	0.20
12/28/05	Debra O. Fullem	Review and reply to R. Malstrom regarding payment for July-September invoices and attach fee summary charts for the period.	0.20

SERVICES PERFORMED BY:	RATE	HOURS	AMOUNT
Richard H. Wyron	\$545.00	1.20	\$654.00
Debra O. Fullem	\$195.00	5.50	\$1,072.50
TOTAL HOURS & FEES		6.70	\$1,726.50

OTHER CHARGES	AMOUNT
Photocopy & Printing	7.20
Federal Express	49.21
TOTAL OTHER CHARGES	\$56.41

CURRENT INVOICE DUE.....\$1,782.91

PREVIOUS BALANCE (Breakdown attached if applicable).....\$7,609.96

TOTAL AMOUNT DUE.....\$9,392.87

SWIDLER BERLIN LLP

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FACSIMILE (212) 891-9598

David Austern, FCR (for W.R. Grace & Co.)
c/o CRMC
3110 Fairview Park Drive
Suite 200
Falls Church, VA 22042-0683

OUR REFERENCE: 25369.0011

INVOICE DATE: 01/27/06
INVOICE NUMBER: 297999

INVOICE SUMMARY

TOTAL FEES.....	\$1,726.50
TOTAL OTHER CHARGES.....	\$56.41
TOTAL AMOUNT DUE	\$1,782.91

REMITTANCE INFORMATION:**U.S. Mail:**

Swidler Berlin LLP
Attn: Accounting Department
P.O. Box 3766
Washington, DC 20027-3766

U.S. Electronic Funds Transfer:

Name of Bank: Wachovia Bank, N.A. Washington, DC
Account Title: Swidler Berlin LLP
Account No.: 2000024531692
ABA Routing No.: 054001220

International Electronic Funds Transfer:

Name of Bank: Wachovia Bank, N.A. Washington, DC
Account Title: Swidler Berlin LLP
Account No.: 2000024531692
Swift Code: PNBPUS33
CHIPS: 0509
ABA Routing No.: 026005092

Please Note Our Reference and Invoice Numbers When Making Payment

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c/o CRMC
3110 Fairview Park Drive
Suite 200
Falls Church, VA 22042-0683

OUR REFERENCE: 25369.0011

INVOICE DATE: 01/27/06
INVOICE NUMBER: 297999

PREVIOUS BALANCE BREAKDOWN

Inv. Date	Inv. No.	Invoice Amount	Credits	Balance
08/19/05	290912	\$1,459.62	(\$1,186.62)	\$273.00
09/30/05	293045	\$3,535.03	(\$2,842.93)	\$692.10
10/21/05	293541	\$1,609.48	(\$1,289.78)	\$319.70
11/28/05	295217	\$2,887.76	\$0.00	\$2,887.76
12/20/05	296373	\$3,437.40	\$0.00	\$3,437.40
Total		\$12,929.29	(\$5,319.33)	\$7,609.96

REMITTANCE INFORMATION:**U.S. Mail:**

Swidler Berlin LLP
Attn: Accounting Department
P.O. Box 3766
Washington, DC 20027-3766

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Name of Bank: Wachovia Bank, N.A. Washington, DC
Account Title: Swidler Berlin LLP
Account No.: 2000024531692
ABA Routing No.: 054001220

International Electronic Funds Transfer:

Name of Bank: Wachovia Bank, N.A. Washington, DC
Account Title: Swidler Berlin LLP
Account No.: 2000024531692
Swift Code: PNBpus33
CHIPS: 0509
ABA Routing No.: 026005092

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Suite 200
Falls Church, VA 22042-0683

CLIENT/CASE: 25369.0012

INVOICE DATE: 01/27/06
INVOICE NUMBER: 298000

RE: Compensation of Professionals--Other

FOR PROFESSIONAL SERVICES RENDERED THROUGH DECEMBER, 2005

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
12/01/05	Debra O. Fullem	Review docket; prepare CNOs for CIBC's fee applications for the periods August and September; forward to R. Wyron for review and signature.	0.50
12/06/05	Debra O. Fullem	Review and respond to e-mail from S. Bossay regarding confirmation that amounts in quarterly fee application chart for the FCR and his professionals are correct.	0.40
12/06/05	Debra O. Fullem	Confer with R. Barainca regarding project regarding professional fees and expenses incurred during the course of the case.	0.30
12/06/05	Rachael M. Barainca	Meet with D. Fullem regarding project on Professionals Compensation Requested During the Course of the Case.	0.20
12/06/05	Rachael M. Barainca	Create document regarding Professionals Compensation Requested During the Course of the Case.	0.40
12/07/05	Rachael M. Barainca	Continue working on document regarding professionals compensation requested during the course of the case.	3.20
12/07/05	Debra O. Fullem	Confer with R. Barainca regarding chart of professionals applications for fees and expenses filed during course of the case.	0.50

David Austern, FCR (for W.R. Grace & Co,)
01/27/06
Page 2

CLIENT: 25369
MATTER: .0012
INVOICE: 298000

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
12/08/05	Debra O. Fullem	Review and respond to e-mail from J. Brownstein regarding status of CIBC's October fee application.	0.10
12/08/05	Rachael M. Barainca	Continue working on document regarding professionals compensation requested during the course of the case.	0.30
12/12/05	Rachael M. Barainca	Meet with D. Felder to discuss chart of professionals compensation requested during the course of the case.	0.20
12/12/05	Rachael M. Barainca	Discuss with D. Fullem edits to be made in the chart of professionals compensation requested during the course of the case.	0.40
12/12/05	Rachael M. Barainca	Research the most updated chart of professionals compensation requested during the course of the W.R. Grace within PACER.	0.30
12/12/05	Rachael M. Barainca	Update document regarding professionals compensation requested during the course of the case.	2.00
12/13/05	Rachael M. Barainca	Update document regarding professionals compensation requested during the course of the case.	1.70
12/13/05	Debra O. Fullem	Prepare e-mail to G. Poirier at Tillinghast with sample of Swidler's quarterly fee application.	0.30
12/14/05	Rachael M. Barainca	Update document regarding professionals compensation requested during the course of the case.	2.80
12/15/05	Rachael M. Barainca	Meet with D. Fullem to discuss edits on Monthly Interim Applications for Towers Perrin Tillinghast.	0.40
12/15/05	Rachael M. Barainca	Update document regarding professionals compensation requested during the course of the case.	3.40
12/15/05	Debra O. Fullem	Confer with R. Barainca; review fee applications; follow up with G. Poirier at Tillinghast regarding status of fee applications.	0.50
12/16/05	Debra O. Fullem	Review e-mail from R. Barainca along with chart of professional compensation during the course of the case.	0.20
12/16/05	Debra O. Fullem	Review e-mail and attachments from R. Barainca of updated versions of Tillinghast fee applications.	0.20
12/16/05	Rachael M. Barainca	Edit the Monthly Fee Applications for Towers Perrin Tillinghast.	3.00

David Austern, FCR (for W.R. Grace & Co.)
01/27/06
Page 3

CLIENT: 25369
MATTER: .0012
INVOICE: 298000

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
12/16/05	Rachael M. Barainca	Update document regarding professionals compensation requested during the course of the case.	1.50
12/20/05	Debra O. Fullem	Prepare e-mail to G. Poirier at Tillinghast regarding status of fee applications.	0.20
12/20/05	Debra O. Fullem	Review various e-mails from G. Poirier with updated fee applications.	0.40
12/21/05	Debra O. Fullem	Telephone calls with S. McKee regarding filing of Meyer Lustenberger fee applications and certain revisions to notices; review same and comment; discuss filing status with S. McKee.	1.00
12/22/05	Debra O. Fullem	Review package from G. Poirier of signed fee applications; review same; review issue with invoices; e-mail to G. Poirier at Tillinghast regarding invoices; prepare e-mails to R. Frankel, R. Wyron and R. Barainca regarding same.	0.90
12/27/05	Rachael M. Barainca	Edit the Monthly Interim Applications of Towers Perrin Tillinghast.	0.80
12/28/05	Debra O. Fullem	Review and respond to e-mail from R. Barainca regarding status of Tillinghast fee applications.	0.20
12/29/05	Rachael M. Barainca	Edit Towers Perrin Monthly Fee Applications.	0.60

SERVICES PERFORMED BY:	RATE	HOURS	AMOUNT
Rachael M. Barainca	\$100.00	21.20	\$2,120.00
Debra O. Fullem	\$195.00	5.70	\$1,111.50
TOTAL HOURS & FEES		26.90	\$3,231.50

OTHER CHARGES	AMOUNT
Photocopy & Printing	60.00
Telephone	0.04
Postage	13.88

David Austern, FCR (for W.R. Grace & Co,)
01/27/06
Page 4

CLIENT: 25369
MATTER: .0012
INVOICE: 298000

OTHER CHARGES	AMOUNT
Printing	10.00
Federal Express	49.21
TOTAL OTHER CHARGES	\$133.13

CURRENT INVOICE DUE.....\$3,364.63

PREVIOUS BALANCE (Breakdown attached if applicable).....\$4,079.39

TOTAL AMOUNT DUE.....\$7,444.02

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David Austern, FCR (for W.R. Grace & Co.)
c/o CRMC
3110 Fairview Park Drive
Suite 200
Falls Church, VA 22042-0683

INVOICE DATE: 01/27/06
INVOICE NUMBER: 298000

OUR REFERENCE: 25369.0012

INVOICE SUMMARY

TOTAL FEES.....	\$3,231.50
TOTAL OTHER CHARGES.....	\$133.13
TOTAL AMOUNT DUE	\$3,364.63

REMITTANCE INFORMATION:**U.S. Mail:**

Swidler Berlin LLP
Attn: Accounting Department
P.O. Box 3766
Washington, DC 20027-3766

U.S. Electronic Funds Transfer:

Name of Bank: Wachovia Bank, N.A. Washington, DC
Account Title: Swidler Berlin LLP
Account No.: 2000024531692
ABA Routing No.: 054001220

International Electronic Funds Transfer:

Name of Bank: Wachovia Bank, N.A. Washington, DC
Account Title: Swidler Berlin LLP
Account No.: 2000024531692
Swift Code: PNBPLUS33
CHIPS: 0509
ABA Routing No.: 026005092

Please Note Our Reference and Invoice Numbers When Making Payment

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Falls Church, VA 22042-0683

INVOICE DATE: 01/27/06
INVOICE NUMBER: 298000

OUR REFERENCE: 25369.0012

PREVIOUS BALANCE BREAKDOWN

Inv. Date	Inv. No.	Invoice Amount	Credits	Balance
08/19/05	290913	\$646.65	(\$517.95)	\$128.70
09/30/05	293046	\$243.64	(\$204.64)	\$39.00
10/21/05	293542	\$619.55	(\$504.25)	\$115.30
11/28/05	295218	\$163.50	\$0.00	\$163.50
12/20/05	296374	\$3,632.89	\$0.00	\$3,632.89
Total		\$5,306.23	(\$1,226.84)	\$4,079.39

REMITTANCE INFORMATION:**U.S. Mail:**

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Washington, DC 20027-3766

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Name of Bank: Wachovia Bank, N.A. Washington, DC
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International Electronic Funds Transfer:

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Account Title: Swidler Berlin LLP
Account No.: 2000024531692
Swift Code: PNPUS33
CHIPS: 0509
ABA Routing No.: 026005092

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3110 Fairview Park Drive
Suite 200
Falls Church, VA 22042-0683

CLIENT/CASE: 25369.0014

INVOICE DATE: 01/27/06
INVOICE NUMBER: 298001

RE: Travel Time (Non-Working)

FOR PROFESSIONAL SERVICES RENDERED THROUGH DECEMBER, 2005

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
12/18/05	Robert L. Lamborn	Non-working travel from Washington, DC, to Boston, Massachusetts.	3.00
12/18/05	Rachael M. Barainca	Travel to Boston, Massachusetts regarding estimation hearing.	3.00
12/18/05	Debra L. Felder	Non-working travel from Washington, D.C. to Boston, Massachusetts.	3.00
12/18/05	Roger L. Frankel	Travel to Pittsburgh.	0.70
12/19/05	Roger L. Frankel	Travel to DC from Pittsburgh.	2.80
12/22/05	Debra L. Felder	Non-working travel from Boston, Massachusetts to Washington, D.C.	2.50
12/22/05	Rachael M. Barainca	Return to Washington D.C. from Boston, Massachusetts regarding estimation hearing.	2.50
12/22/05	Robert L. Lamborn	Non-working travel from Boston, Massachusetts to Washington, DC.	2.50

David Austern, FCR (for W.R. Grace & Co,)
01/27/06
Page 2

CLIENT: 25369
MATTER: .0014
INVOICE: 298001

SERVICES PERFORMED BY:	RATE	HOURS	AMOUNT
Roger L. Frankel	\$322.50	3.50	\$1,128.75
Debra L. Felder	\$127.50	5.50	\$701.25
Robert L. Lamborn	\$107.50	5.50	\$591.25
Rachael M. Barainca	\$50.00	5.50	\$275.00
TOTAL HOURS & FEES		20.00	\$2,696.25

OTHER CHARGES	AMOUNT
TOTAL OTHER CHARGES	\$0.00

CURRENT INVOICE DUE.....\$2,696.25

PREVIOUS BALANCE (Breakdown attached if applicable).....\$2,626.20

TOTAL AMOUNT DUE.....\$5,322.45

SWIDLER BERLIN LLP

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c/o CRMC
3110 Fairview Park Drive
Suite 200
Falls Church, VA 22042-0683

OUR REFERENCE: 25369.0014

INVOICE DATE: 01/27/06
INVOICE NUMBER: 298001

INVOICE SUMMARY

TOTAL FEES.....	\$2,696.25
TOTAL OTHER CHARGES.....	\$0.00
TOTAL AMOUNT DUE	\$2,696.25

REMITTANCE INFORMATION:**U.S. Mail:**

Swidler Berlin LLP
Attn: Accounting Department
P.O. Box 3766
Washington, DC 20027-3766

U.S. Electronic Funds Transfer:

Name of Bank: Wachovia Bank, N.A. Washington, DC
Account Title: Swidler Berlin LLP
Account No.: 2000024531692
ABA Routing No.: 054001220

International Electronic Funds Transfer:

Name of Bank: Wachovia Bank, N.A. Washington, DC
Account Title: Swidler Berlin LLP
Account No.: 2000024531692
Swift Code: PNBPU33
CHIPS: 0509
ABA Routing No.: 026005092

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Falls Church, VA 22042-0683

INVOICE DATE: 01/27/06
OUR REFERENCE: 25369.0014 **INVOICE NUMBER: 298001**

PREVIOUS BALANCE BREAKDOWN

Inv. Date	Inv. No.	Invoice Amount	Credits	Balance
08/19/05	290914	\$1,435.50	(\$1,148.40)	\$287.10
09/30/05	293047	\$1,476.75	(\$1,181.40)	\$295.35
10/21/05	293543	\$408.75	(\$327.00)	\$81.75
11/28/05	295219	\$817.50	\$0.00	\$817.50
12/20/05	296375	\$1,144.50	\$0.00	\$1,144.50
Total		\$5,283.00	(\$2,656.80)	\$2,626.20

REMITTANCE INFORMATION:

U.S. Mail:	U.S. Electronic Funds Transfer:	International Electronic Funds Transfer:
Swidler Berlin LLP Attn: Accounting Department P.O. Box 3766 Washington, DC 20027-3766	Name of Bank: Wachovia Bank, N.A. Washington, DC Account Title: Swidler Berlin LLP Account No.: 2000024531692 ABA Routing No.: 054001220	Name of Bank: Wachovia Bank, N.A. Washington, DC Account Title: Swidler Berlin LLP Account No.: 2000024531692 Swift Code: PNBPUS33 CHIPS: 0509 ABA Routing No.: 026005092

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